

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

**GRIFFIN CAPITAL ESSENTIAL ASSET  
OPERATING PARTNERSHIP, L.P.,**

**Plaintiff,**

**v.**

**ESSENTIAL PROPERTIES REALTY  
TRUST, INC.,**

**Defendant.**

**Civil Action No.  
3:19-~~0031~~ (BRM) (TJB)  
931**

**STIPULATION OF DISMISSAL WITH PREJUDICE**

Pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), Plaintiff and Counterclaim Defendant Griffin Capital Essential Asset Operating Partnership, L.P. and Defendant and Counterclaim Plaintiff Essential Properties Realty Trust, Inc. (together, the "Parties") hereby stipulate to dismissal with prejudice of the above-captioned action, and all related claims and counterclaims, including the Counterclaim for Cancellation filed on or about November 2, 2018. The Parties further stipulate to the Court's retention of jurisdiction to enforce the confidential settlement agreement between the Parties. The Parties further stipulate that each will bear its own costs, expenses, and attorneys' fees.

IN WITNESS THEREOF, the undersigned have caused this Stipulation for Dismissal with Prejudice to be executed.

Dated: December 9, 2019

By: s/ David S. Sager

David S. Sager  
**DLA PIPER LLP**  
51 John F. Kennedy Parkway  
Suite 120  
Short Hills, NJ 07078  
Tel: 973-520-2570  
Fax: 973-215-2604  
David.Sager@dlapiper.com

Mark S. VanderBroek (*pro hac vice*)  
Kelly L. Whitehart (*pro hac vice*)  
**NELSON, MULLINS, RILEY &  
SCARBOROUGH LLP**  
Atlantic Station  
201 17th Street, NW Suite 1700  
Atlanta, GA 30363  
Tel: (404) 322-6000  
Fax: (404) 322-6050  
mark.vanderbroek@nelsonmullins.com  
kelly.whitehart@nelsonmullins.com

*Attorneys for Plaintiff/Counterclaim  
Defendant Griffin Capital Essential  
Asset Operating Partnership, L.P.*

By: s/ J. Brugh Lower

Peter J. Torcicollo  
J. Brugh Lower  
**GIBBONS P.C.**  
One Gateway Center  
Newark, New Jersey 07102  
Tel: 973-596-4500  
Fax: 973-596-0545  
ptorcicollo@gibbonslaw.com  
jlower@gibbonslaw.com

Rollin A. Ransom (*pro hac vice*)  
Lauren M. De Lilly (*pro hac vice*)  
**SIDLEY AUSTIN LLP**  
555 West Fifth Street, Suite 4000  
Los Angeles, CA 90013  
Tel: (213) 896-6000  
Fax: (213) 896-6600  
rransom@sidley.com  
ldelilly@sidley.com

*Attorneys for  
Defendant/Counterclaim Plaintiff  
Essential Properties Realty Trust,  
Inc.*

**IT IS SO ORDERED.**

Dated: December 12<sup>th</sup>, 2019

  
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Hon. Brian R. Martinotti, U.S.D.J.